

# **Exhibit A**

## **Proposed Order**

**Weil, Gotshal & Manges LLP**  
767 Fifth Avenue  
New York, NY 10153-0119

1 WEIL, GOTSHAL & MANGES LLP  
2 Stephen Karotkin (*pro hac vice*)  
(stephen.karotkin@weil.com)  
2 Ray C. Schrock, P.C. (*pro hac vice*)  
(ray.schrock@weil.com)  
3 Jessica Liou (*pro hac vice*)  
(jessica.liou@weil.com)  
4 Matthew Goren (*pro hac vice*)  
(matthew.goren@weil.com)  
5 767 Fifth Avenue  
New York, NY 10153-0119  
6 Tel: 212 310 8000  
Fax: 212 310 8007  
7

8 KELLER & BENVENUTTI LLP  
9 Tobias S. Keller (#151445)  
(tkeller@kellerbenvenutti.com)  
9 Peter J. Benvenutti (#60566)  
(pbenvenutti@kellerbenvenutti.com)  
10 Jane Kim (#298192)  
(jkim@kellerbenvenutti.com)  
11 650 California Street, Suite 1900  
San Francisco, CA 94108  
12 Tel: 415 496 6723  
Fax: 650 636 9251  
13

14 *Attorneys for Debtors and Debtors in Possession*

15 **UNITED STATES BANKRUPTCY COURT**  
16 **NORTHERN DISTRICT OF CALIFORNIA**  
17 **SAN FRANCISCO DIVISION**

18 **In re:**

19 **PG&E CORPORATION,**

20 **- and -**

21 **PACIFIC GAS AND ELECTRIC**  
22 **COMPANY,**

23 **Debtors.**

24  Affects PG&E Corporation  
25  Affects Pacific Gas and Electric Company  
 Affects both Debtors

26 \* *All papers shall be filed in the Lead Case,*  
27 *No. 19-30088 (DM).*

28 Bankruptcy Case  
No. 19-30088 (DM)

Chapter 11

(Lead Case)

(Jointly Administered)

**[PROPOSED] ORDER GRANTING THE**  
**MOTION OF THE UTILITY FOR**  
**LIMITED RELIEF FROM THE**  
**AUTOMATIC STAY TO APPEAL**  
**CERTAIN MATTERS PENDING BEFORE**  
**THE FEDERAL ENERGY REGULATORY**  
**COMMISSION**

1       The Court having considered the *Motion of the Utility for Limited Relief from the Automatic*  
2 *Stay to Appeal Certain Matters Pending before the Federal Energy Regulatory Commission* [Dkt.  
3 No. 2359], the *Motion for Limited Relief From Stay to Participate in Appellate Proceedings with*  
4 *Respect to FERC Orders* [Dkt. No. 2400], the *Motion of Consolidated Edison for Relief from the*  
5 *Automatic Stay to Intervene and Participate in Appeal of FERC Orders* [Dkt. No. 2403]  
6 (collectively, the “Motions”),<sup>1</sup> and the Joinders filed with respect to the preceding [Dkt. Nos. 2406,  
7 2411, 2450, 2452 & 2454], and all other papers submitted in connection therewith, and the Court  
8 having jurisdiction to consider and decide the Motions and to enter a final order thereon, and good  
9 cause appearing therefor pursuant to Bankruptcy Code section 362(d)(1),

10      **IT IS HEREBY ORDERED THAT:**

11      1.       The Motions are granted as provided herein.

12      2.       The Court grants retroactive relief from the automatic stay, to the extent necessary, to  
13 avoid invalidation based on the automatic stay of the Utility’s Requests for Rehearing; the FERC  
14 Orders; and post-petition actions to date by the Utility, the Official Committee of Unsecured  
15 Creditors of PG&E Corp. and Pacific Gas and Electric Company (the “Committee”), or FERC  
16 relating to the FERC Orders.

17      3.       The Court grants prospective relief from the automatic stay for the limited purpose of  
18 permitting (i) the Utility to file a Petition for Review with the United States Court of Appeals for the  
19 Ninth Circuit regarding the FERC Orders and, in conjunction with that filing, to complete the  
20 corporate disclosure statement required by Federal Rule of Appellate Procedure 26.1 and the  
21 statement required by Ninth Circuit Rule 15-2; (ii) the Circuit Clerk to carry out service of the  
22 Petition for Review pursuant to Federal Rule of Appellate Procedure 15(c) and 16 U.S.C. § 825l(b);  
23 and (iii) the filing of a motion for intervention by any prospective intervenor, pursuant to Federal  
24 Rule of Appellate Procedure 15(d), in the proceeding initiated by the Petition for Review. Any and  
25 all further proceedings relating to the FERC Orders will remain subject to the automatic stay  
26 pending a ruling by the Ninth Circuit on whether to authorize direct appeal of the judgment and

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<sup>1</sup> Capitalized terms used but not otherwise defined in this Order have the meanings ascribed to them  
28 in the Motions.

order that are the subject of this Court’s Certification for Direct Appeal to Court of Appeals (DKT # 156) (the “Certification”).

4. In the event the Ninth Circuit grants that authorization, the automatic stay shall be lifted, without further order of this Court, to permit the Utility, the Committee, FERC, and the PPA Counterparties to participate in and prosecute and/or defend (as applicable) to conclusion any appellate review of the FERC Orders, including by: (a) seeking or opposing any consolidation of the appeal of the FERC Orders with the appeal of this Court’s Amended Declaratory Judgment (DKT. #155); (b) participating in briefing or argument relating to consolidation, motions to intervene, or the merits of the appeals; (c) petitioning for rehearing or rehearing en banc or participating in briefing or argument relating to any such petition; and (d) participating in briefing or argument relating to any proceedings in the U.S. Supreme Court, including filing or opposing a petition for a writ of certiorari.

5. If the Ninth Circuit denies authorization, the automatic stay shall remain in force following the filing of the items referenced in paragraph 3 above.

6. The 14-day stay under Bankruptcy Rule 4001(a)(3) is hereby waived and this Order shall take effect immediately upon entry.

7. This Court shall retain exclusive jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Order.

\*\*END OF ORDER\*\*